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October 15, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO.

FILED

OCT 20 '99

10-00AM

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Lease Termination, dated September 10, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement previously filed with the Commission under Recordation Number 12695.

The names and addresses of the parties to the enclosed document are:

Secured Party: Banc One Leasing Corporation
1111 Polaris Parkway #A-3
Columbus, Ohio 43240

A description of the railroad equipment covered by the enclosed document is:

one (1) railcar
fourteen (14) locomotives set forth on Exhibit A attached to the
Partial Release document (Lease Termination)

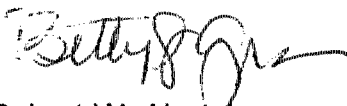
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Mr. Vernon A. Williams
October 15, 1999
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copy of the enclosed document to the undersigned.

Very truly yours,


for Robert W. Alvord

RWA/bg
Enclosures

LEASE TERMINATION

RECORDATION NO.

12695-H
FILED 19

OCT 20 '99

10-00AM

The undersigned, Banc One Leasing Corporation, as successor Lessor hereby releases and terminates the as to the rail car identified as DOWX 3137 and a part of the LEASE OF RAILROAD EQUIPMENT dated as of December 1, 1980 between THE DOW CHEMICAL COMPANY and VALLEY BANK LEASING, INC. (the "Lease") recorded with the Interstate Commerce Commission on December 31, 1980 receiving recordation number 12695B. This termination shall not terminate or otherwise affect any tax indemnities provided by the Lease or agreements related thereto.

Dated: September 12, 1999

BANC ONE LEASING CORPORATION

By: *For Bank*

Title: PRESIDENT & CEO

State of Ohio)
) ss:
County of Delaware)

On this 10th day of September 1999, before me, personally appeared Richard W. Ballantine to me personally known, who being by me duly sworn, says that (s)he is the President & CEO of Banc One Leasing Corporation, an Ohio banking corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[seal]

Karen S. Cook
Signature of Notary Public

My commission expires May 21, 2004

KAREN S. COOK
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES MAY 21, 2004